

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. Grace & Co., et al.,

Debtors.

Chapter 11

Case No. 01-01139 (JKF)

Jointly Administered

Hearing Date: July 6, 2011 at 9:00 a.m.

Objection Deadline: June 3, 2011 at 4:00 p.m.

**NOTICE OF FILING OF THIRTY-NINTH QUARTERLY FEE APPLICATION**

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lenders (8) the Fee Auditor

Duane Morris LLP ("Duane Morris"), counsel to the Official Committee of Unsecured Creditors (the "Committee") of the above captioned debtor and debtors in possession in the above-captioned chapter 11 cases, filed and served the Thirty-Ninth Quarterly Fee Application of Duane Morris LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for the period from October 1, 2010 through December 31, 2010, seeking compensation in the amount of \$23,319.00 and reimbursement for actual and necessary expenses in the amount of \$988.07 (the "Quarterly Fee Application").

Objections or responses to the Quarterly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3<sup>rd</sup> Floor, Wilmington, Delaware 19801, on or before **June 3, 2011 at 4:00 p.m. (ET)**.

At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel for the Debtors, David M. Bernick P.C. and Janet S. Baer, Esquire, Kirkland & Ellis, 200 East Randolph Drive, Chicago, Illinois 60601 (fax number 312-

861-2200), and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400); (ii) counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, Delaware 19801-1246 (fax number 302-657-4901); (iii) counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, New York 10022 (fax number 212-644-6755), and Mark Hurford, Esquire, Campbell & Levine, LLC, Chase Manhattan Centre, 15th Floor, 1201 Market Street, Suite 1500, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, New York 10022 (fax number 212-715-8000); and (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, to

Stephen Bossay, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul, Suite 1275,  
Dallas, TX 75201.

**A HEARING ON THE QUARTERLY FEE APPLICATION WILL BE HELD  
BEFORE THE HONORABLE JUDITH K. FITZGERALD ON JULY 6, 2011 AT 9:00  
A.M. IF YOU FAIL TO RESPOND OR OBJECT IN ACCORDANCE WITH THIS  
NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE  
QUARTERLY FEE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.**

Dated: March 3, 2011  
Wilmington, Delaware

/s/ Michael R. Lastowski  
Michael R. Lastowski (DE 3892)  
Richard W. Riley (DE 4052)  
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- and -

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*Co-Counsel for the Official Committee of  
Unsecured Creditors of W. R. Grace & Co., et al.*